

## JOSEPH "JOE" A. FERNANDEZ

*Co-head of Corporate*

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A member of the Management Committee and co-head of the Corporate group, Joe Fernandez represents independent energy companies and private equity funds in power plant finance and M&A matters. He has served as project counsel to electric generating facilities located around the country.

Joe represents traditional and renewable energy facilities in corporate finance and project finance transactions, in acquisitions and divestitures of project companies, in negotiating and drafting project contracts, and in the development and construction of new facilities.

He also has substantial experience negotiating and documenting fuel and fuel transportation agreements for both coal and natural gas-fired electric generating facilities and in structuring, negotiating, and documenting various energy commodity and other hedging transactions involving financial derivative and physically settled products for electric generating facilities.

Joe has represented multiple electric generating projects in connection with engineering procurement and construction agreements, the implementation of long-term parts supply and service agreements, parts storage and warehousing agreements, operation and maintenance agreements, and other management services arrangements. He has also negotiated major equipment supply and option agreements, including agreements for the sale of new and "gray market" turbines and generators.

### Notable

- *Business North Carolina* Legal Elite, 2022
- Named a "Key Lawyer," *Energy Transactions: Conventional Power, Legal 500 US*, 2021
- Fellow of the American Bar Foundation

### Capabilities

Corporate Governance & Shareholder Relations

Energy

Joint Ventures & Strategic Transactions

Mergers & Acquisitions

Private Equity

Project & Equipment Finance

Securities & Capital Markets

Transportation, Infrastructure & Logistics

### Education

J.D., Wake Forest University, 1997

B.A., University of North Carolina at Chapel Hill, 1994

North Carolina School of Science and Mathematics, 1990

### Admissions

U.S. District Court, Middle District of North Carolina, 1999

U.S. District Court, Western

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- Lawyers of Color Power List, 2020
- *IFLR1000*, 2019
- *Charlotte Business Journal* "40 Under 40" winner, 2012
- *North Carolina Super Lawyers* Rising Stars, 2010-2012
- Graduate, Charlotte Chamber Leadership School
- Graduate, Leading the Way program, United Way of the Central Carolinas, Inc.
- Board Member and Secretary, Junior Achievement of Central Carolinas, Inc.

District of North Carolina, 1999

North Carolina, 1997

U.S. District Court, Eastern  
District of North Carolina, 1997

### Affiliations

- American Bar Association: Business Law Section
- North Carolina Bar Association: Business Law Section

### Representative Experience

- Represented the Ares Infrastructure and Power group of Ares Management Corp. in connection with the acquisition of a portfolio of utility-scale battery storage projects under development by Dimension Renewable Energy in New York with the potential size of up to 300MW
- Represented CS Energy in connection with the sale of Ben Moreell Solar Farm, LLC, the owner and developer of a 28MW solar project then under development on NWS Earle in Tinton Falls, New Jersey, at the notice to proceed stage
- Represented Heelstone Renewable Energy in connection with the sale of the Agate Bay solar farm, a 12MW solar project under development in Jackson County, Oregon, to Soltage, LLC
- Represented Ares EIF Management, LLC in connection with the sale of Brooklyn Navy Yard Cogeneration Partners, L.P., the owner of a 286MW steam and electricity generating station located in New York City, to an investment fund managed by Axium Infrastructure
- Represented Calypso Energy Holdings, LLC in connection with the sale of the 330MW Indiantown Cogeneration facility in Indiantown, Florida to Florida Power & Light Company for \$451 million (including existing debt)
- Represented Cogentrix Energy, LLC in the acquisition of Sunray Energy, Inc., the owner and operator of facilities formerly known as Solar Energy Generation Systems I and II (SEGS I and SEGS II), which were the first two utility-scale solar trough plants built in the world

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- Represented Ares EIF Management, LLC in connection with the sale of a portfolio of four coal-fired electric generating facilities to an investment fund managed by Starwood Energy Group Capital
- Represented Ares EIF Management, LLC in connection with the sale of a 41.3 percent stake in Selkirk Cogen Partners L.P., the owner of a 432MW natural gas-fired combined-cycle cogeneration facility in New York, to a subsidiary of Alterna Core Capital Assets Fund II, L.P.
- Represented Cogentrix Energy, LLC in the sale of a 50 percent indirect interest in two coal-fired electric generating facilities in Virginia to funds managed by Quantum Utility Generation
- Represented Cogentrix Energy, LLC in the sale of its 50 percent stake in Birchwood Power Partners, L.P. to subsidiaries of General Electric Capital Corporation
- Represented Morgantown Energy Associates in the refunding of existing variable rate exempt facility revenue bonds and the issuance of approximately \$51 million of new fixed rate tax-exempt energy revenue bonds for Morgantown Energy Associates, a waste coal-fired generating facility in West Virginia
- Represented Energy Investors Funds in the redemption of senior and subordinated bonds issued by Windsor Financing, LLC and the refinancing of two coal-fired electric generating facilities located in North Carolina and Virginia with a \$246 million term loan and cash-collateralized letter of credit facility
- Represented Energy Investors Funds in the refunding of existing tax-exempt bonds and the issuance of \$127 million of subordinated tax-exempt bonds for Indiantown Cogeneration, L.P., a coal-fired generating facility in Florida
- Represented Energy Investors Funds in the refunding of existing variable rate exempt facility revenue bonds and the issuance of approximately \$107 million of new fixed rate tax-exempt and taxable pollution control revenue bonds for Chambers Cogeneration Limited Partnership, a coal-fired generating facility in New Jersey
- Represented Energy Investors Funds in the refunding of existing variable rate exempt facility revenue bonds and the issuance of approximately \$60 million of new fixed rate tax-exempt and taxable pollution control revenue bonds for Logan Generating Company, L.P., a coal-fired generating facility in New Jersey
- Represented Energy Investors Funds in the extension and restructuring of a \$70 million credit facility for Logan Generating Company, L.P., a coal-fired generating facility in New Jersey
- Represented Energy Investors Funds in the restructuring and extension of a \$102 million bond letter of credit facility backing variable interest rate bonds for Chambers Cogeneration Limited Partnership, a coal-fired generating facility in New Jersey
- Represented Northampton Generating Company, L.P., a waste coal-fired generating facility in Pennsylvania, in connection with a Chapter 11 plan of reorganization, restructuring approximately \$95 million of outstanding indebtedness and receiving a new equity investment of approximately \$10 million from investment funds managed by Energy Investors Funds
- Represented Energy Investors Funds in the restructuring and extension of a \$25 million working capital and letter of credit facility for Selkirk Cogen Partners, L.P., a gas-fired generating facility in New York
- Represented Tyr Energy, Inc. in the substitution of the letter of credit issuing bank and agent and the amendment and extension of an approximately \$32 million letter of credit facility for the Plains End project, a gas-fired generating facility in Colorado